

**EXHIBIT A**

**Weiss Certification**

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*Special Counsel for Debtors  
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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	:
<b>In re</b>	: <b>Chapter 11 Case No.</b>
	:
<b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b>	: <b>08-13555 (JMP)</b>
	:
<b>Debtors.</b>	: <b>(Jointly Administered)</b>
	:
	:
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**CERTIFICATION OF CHARLES D. WEISS IN SUPPORT OF SECOND  
APPLICATION OF MCKENNA LONG & ALDRIDGE LLP FOR ALLOWANCE  
OF INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES**

I, Charles D. Weiss, hereby certify that:

1. I am a partner in the firm of McKenna Long & Aldridge LLP ("McKenna" or the "Applicant") and am responsible for ensuring compliance with the Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Amended Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines"), the Order

Appointing Fee Committee and Approving Fee Application Protocol [Docket No. 3651] (the “Fee Order”) and the Third Amended Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals (the “Third Amended Interim Compensation Procedures Order”, and collectively with the Amended Guidelines and UST Guidelines, the “Guidelines”).

2. This certification is made in respect of the Second Application of McKenna Long & Aldridge LLP for Allowance of Compensation and Reimbursement of Expenses (the “Second Interim Fee Application” or this “Application”).

3. In accordance with the Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines;
- c. the fees and disbursements sought are billed at rates in accordance with the practices customarily employed by McKenna and generally accepted by McKenna’s clients;
- d. in seeking reimbursement for the disbursements sought herein, McKenna has not made a profit on that service whether the disbursement was for services performed by McKenna in-house or through a third party;
- e. McKenna has complied with the provisions requiring it to provide the Debtors, counsel to the Debtors, counsel to the Official Committee of Unsecured Creditors and the United States Trustee with, on a monthly basis, a statement of McKenna’s fees and disbursements accrued during the previous month; and
- f. McKenna has complied with the provisions requiring it to provide the Debtors, counsel to the Debtors, counsel to the Official Committee of Unsecured Creditors and the United States Trustee with a copy of the Second Interim Fee Application.

4. With respect to the attorneys’ fees and expenses agreed to be paid by the Debtors to the undersigned:

A. The Debtors have agreed to seek approval for McKenna's customary fees calculated at the applicable billable rate multiplied by the number of hours expended for legal services rendered or to be rendered in contemplation of and in connection with the above-referenced bankruptcy case.

B. The amount of fees requested from February 1, 2009 through May 31, 2009 is \$1,456,763.00.

C. The amount of expenses requested from February 1, 2009 through May 31, 2009 for representation is \$148,190.23.

D. The unpaid balance with respect to the payment of the actual fees and expenses McKenna incurred in connection with the cases is \$674,340.75.

5. The undersigned has received no transfer, assignment or pledge of property.

6. The undersigned has not shared or agreed to share with any other person any compensation paid or to be paid except pursuant to the Partnership Agreement of McKenna.

This 14th day of August, 2009.

McKENNA LONG & ALDRIDGE LLP

By: /s/ Charles D. Weiss  
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